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RECORDATION NO. 17493B FILED

DEC 27 '01 4-10PM

**SURFACE TRANSPORTATION BOARD**

lgitomer@bjllp.com

December 27, 2001

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is an Instrument of Lien Release, a secondary document, dated as of December 20, 2001. The primary document to which this is connected is recorded under Recordation No. 17493. We request that one copy of this document be recorded under Recordation No. 17493-B.

The name and address of the party to the Instrument of Lien Release is:

Secured Party:

The CIT Group/Equipment Financing, Inc.  
1211 Avenue of the Americas  
New York, NY 10036

A description of the equipment covered by the Instrument of Lien Release consists of 470 hopper cars numbered MCHX 30575-31044, inclusive.

A fee of \$ 28.00 is enclosed. Please return the original to:

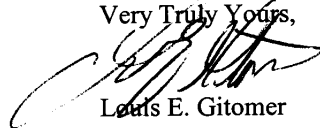
Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

BALL JANIK LLP

Honorable Vernon A. Williams  
December 27, 2001  
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A short summary of the document to appear in the index follows: an Instrument of Lien Release by The CIT Group/Equipment Financing, Inc., 1211 Avenue of the Americas, New York, NY 10036, covering 470 hopper cars numbered MCHX 30575-31044, inclusive.

Very Truly Yours,

A handwritten signature in dark ink, appearing to read 'L. Gitomer', written over the typed name.

Louis E. Gitomer

Enclosures

INSTRUMENT OF LIEN RELEASE

This Instrument of Lien Release, dated as of December 20, 2001 (the "Instrument"), is made by The CIT Group/Equipment Financing, Inc., the Secured Party.

WHEREAS, the Secured Party and ~~Bethlehem Steel Corporation~~ <sup>Burlington Northern Railroad Company</sup>, the Debtor, entered a Memorandum of Collateral Assignment dated as of July 31, 1991 (the "Assignment") for ~~HS 470~~ Aluminum Open quick dump ("Rapid Discharge") coal hopper railcars (the "Equipment"), which was recorded at the Surface Transportation Board on August 23, 1991 under Recordation Number 17493.

↓ numbered MC4X 30575-31044 inclusive

WHEREAS, As of the date hereof, all obligations and the sums due under the Assignment have been discharged and satisfied in full.

WHEREAS, the Secured Party desires to execute this Instrument to evidence for the public record the satisfaction and release of all of its rights and interests in and to the Equipment and the Assignment.

NOW, THEREFORE, in consideration of the premises, the Secured Party does hereby acknowledge and confirm for the public record:

1. That all sums due from the Debtor under the Assignment has been fully discharged and satisfied.
2. The satisfaction and release of all of its collateral security interest under the Assignment and to the Equipment.

IN WITNESS WHEREOF, the Secured Party has executed or caused this Instrument to be duly executed as of the date first above written.

The CIT Group/Equipment Financing, Inc.

By: Catherine Biggish

Its: Vice President

RECORDATION NO. 17493-B FILED

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SURFACE TRANSPORTATION BOARD

STATE OF NY )  
 ) ss.  
County of NY )


On this 20th day of December, 2001, before me, Barbara Garner, the undersigned Notary Public, personally appeared Catherine Stigler personally known to me to be the person who executed the within instrument as Vice-President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Barbara Garner  
Notary Public for New York  
My Commission expires \_\_\_\_\_

BARBARA GARNER  
Notary Public, State of New York  
No. 01GA5065133  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires Sept. 3, 2002

# CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Instrument of Lien Release dated as of December 20, 2001 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

  
\_\_\_\_\_  
Louis E. Gitomer  
December 26, 2001